



DECLARATION AND POWER OF ATTORNEY

I, the below named inventor, hereby declare that:

My residence, post office address, and citizenship are as stated below next to my name.

I believe I am the original, first, and sole inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled **SYSTEM AND METHOD FOR DIGITALLY PROVIDING AND DISPLAYING ADVERTISEMENT INFORMATION TO CINEMAS AND THEATRES**, the specification of which is attached hereto. This application claims priority under 35 USC §119(e) from United States Provisional Patent Application Serial No. 60/148,807, filed August 13, 1999.

I hereby state that I have reviewed and understand the contents of the above identified specification, including the claims.

I acknowledge the duty to disclose information that is material to patentability in accordance with Title 37, Code of Federal Regulations, Section 1.56.

I hereby declare that all statements made herein based on my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

And I hereby appoint:

Maurice E. Gauthier	- Reg. No. 20,798
I. Stephen Samuels	- Reg. No. 20,919
Richard L. Stevens	- Reg. No. 24,445
Matthew E. Connors	- Reg. No. 33,298
William E. Hilton	- Reg. No. 35,192
Patrick J. O'Shea	- Reg. No. 35,305
Arlene J. Powers	- Reg. No. 35,985
Steven M. Mills	- Reg. No. 36,610
Anthony P. Onello, Jr.	- Reg. No. 38,572
Richard L. Stevens, Jr.	- Reg. No. 44,357

all of the firm of Samuels, Gauthier & Stevens, our attorneys with full power of substitution and revocation, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith.

I request that all correspondence be directed to:

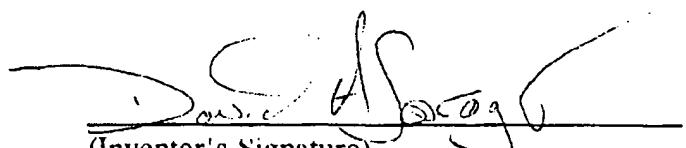
Samuels, Gauthier & Stevens
225 Franklin Street, Suite 3300
Boston, Massachusetts 02110

Attn: William E. Hilton

David II. Sprogis
(Full Name of Inventor)

7/27/00
(Date)

(Citizenship)


(Inventor's Signature)

34 Chester Street
Watertown, MA 02472
(Residence)

Same as Residence
(Post Office Address)



OCTOBER 11, 2000

PTAS RECEIVED

SAMUELS, GAUTHIER & STEVENS LLP
WILLIAM E. HILTON
225 FRANKLIN STREET, SUITE 3300
BOSTON, MASSACHUSETTS 02110

07/28/2000

SAMUELS, GAUTHIER
& STEVENS LLP



101440468A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 07/28/2000

REEL/FRAME: 011013/0149
NUMBER OF PAGES: 3

BRIEF: ASSIGNMENT OF ASSIGNEE'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNEE:
SPROGIS, DAVID H.

DOC DATE: 07/27/2000

ASSIGNEE:
CINECAST, LLC
1300 BOYLSTON STREET
CHESTNUT HILL, MASSACHUSETTS 02647

SERIAL NUMBER: 09627870
PATENT NUMBER:

FILING DATE: 07/28/2000
ISSUE DATE:

ALLYSON PURNELL, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS



08-24-2000



HONORABLE COMMISSIONER
PATENTS AND TRADEMARKS
WASHINGTON, D.C. 20231

SIR:

101440468

PLEASE RECORD THE ATTACHED ORIGINAL DOCUMENT(S) OR COPY(IES) THEREOF.

JC893 U.S. PRO
09/627870
07/26/00

1. NAME OF CONVEYING PARTY(IES)	7-28-00	2. NAME(S) AND ADDRESS(ES) OF RECEIVING PARTY(IES)
David H. Sprogis		CineCast, LLC 1300 Boylston Street Chestnut Hill, MA 02647
Additional name(s) of conveying party(ies) attached? No		Additional name(s) of receiving party(ies) attached? No

3. NATURE OF CONVEYANCE

Assignment
 Security Agreement
 Merger
 Change of Name
 Other

Execution Date:

July 27, 2000

09/627870

4. APPLICATION NUMBER(S) OR PATENT NUMBER(S)

If this document is being filed together with a new application, the execution date of the application is: July 27, 2000

A. Patent Application No(s): _____

B. Patent No(s): _____

C. Issue Batch No.: _____

D. Issue Date: _____

Additional numbers attached? No.

5. NAME AND ADDRESS OF PARTY TO WHOM CORRESPONDENCE CONCERNING DOCUMENT SHOULD BE DIRECTED:

William E. Hilton
 Samuels, Gauthier & Stevens LLP
 225 Franklin Street, Suite 3300
 Boston, Massachusetts 02110
 (617) 426-9180, Extension 111

6. TOTAL NUMBER OF APPLICATIONS AND PATENTS INVOLVED: 1

7. TOTAL FEE DUE: \$40.00 (Enclosed)

If any additional fee(s) are due, the Commissioner is hereby authorized to charge the Deposit Order Account noted in item 8.

8. DEPOSIT ACCOUNT NUMBER: 19-0079

9. STATEMENT AND SIGNATURE

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

William E. Hilton
 Name of Person Signing

Signature

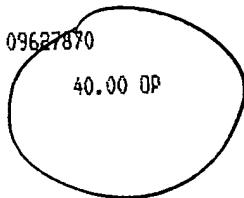
7/28/2000
 Date

I hereby certify that this paper (along with any paper referred to as being attached or enclosed) is being deposited with the United States Postal Service on this date July 28, 2000 in an envelope as "Express Mail Post Office" to Addressee Label Number EL625087905US addressed to the Assistant Commissioner of Patents and Trademarks, Washington, D.C. 20231.

08/23/2000 MTHAI1 00000163 09627870

40.00 OP

Sarah Kennedy



ASSIGNMENT

Know all men by these presents

THAT WHEREAS I, David H. Sprogis,

of Watertown, MA, have made an invention for

SYSTEM AND METHOD FOR DIGITALLY PROVIDING AND DISPLAYING ADVERTISEMENT INFORMATION TO CINEMAS AND THEATRES

described in an application executed by me on even date herewith and about to be filed in the United States Patent Office, which claims priority under 35 USC §119(e) from United States Provisional Patent Application Serial No. 60/148,807, filed August 13, 1999; and

WHEREAS CineCast, LLC, a limited liability corporation duly organized and existing under the laws of Massachusetts and having a place of business at 1300 Boylston Street, Chestnut Hill, Massachusetts, 02467, for the benefit of itself, its successors and assigns, all inclusively hereinafter referred to as the Assignee, is desirous of acquiring the entire right, title and interest in and to the said invention, the said application, all inventions disclosed in said application, and any and all Letters Patent of the United States and of all other countries which may be granted for the said invention or inventions, or any of them;

NOW, THEREFORE, for good and valuable consideration provided by said Assignee, the receipt whereof is hereby acknowledged, I do hereby sell, assign and transfer to the said Assignee the entire right, title and interest in and to the said invention, inventions and application, including all priority rights arising therefrom, all inventions disclosed in said application, and any and all Letters Patent of the United States, and of all other countries, together with the right to apply for such Letters Patent, which may be granted for the said invention, inventions or any of them.

TO HAVE, HOLD AND ENJOY the said invention, the said application, and the said Letters Patent, to said

CINECAST LLC

its successors and assigns, to its and their own use and behoof to the full end of the term or terms for which the said Letters Patent may be granted, as fully and entirely as the same would have been held and enjoyed by me had this assignment and sale not been made.

AND I hereby authorize and request the Commissioner of Patents of the United States and the appropriate officers of all foreign patent offices to issue any and all Letters Patent which may be granted on the said application or applications above referred to, or for the said invention, or any of them, to the said Assignee in accordance with the terms or this instrument.

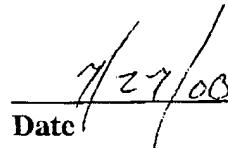
AND I hereby agree to execute and sign without further consideration any other legal document and any other assignments and any divisional, continuing, renewal, reissue or other application in and for all patents that may be appropriate and may be deemed necessary by the Assignee fully to secure to said Assignee its interests as aforesaid in and to the said invention or any part thereof and in and to the said patents or any of them.

AND I further covenant and agree that I will at any time upon request communicate to the said Assignee, its successors, assigns or other legal representatives, any facts known to me relating to the said invention and any patent that may be granted thereon, and will testify as to the same in any interference or litigation when requested to do so.

AND I do hereby covenant for myself and my legal representatives that I have not hitherto assigned or granted any license to make, use or sell said invention, and that I will not henceforth purport to assign, license or execute any instrument to that effect in conflict with this assignment.



David H. Sprogis



Date